

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF MISSOURI  
WESTERN DIVISION**

MATTHEW HEADLEY HOLDINGS, LLC	)	
	)	
Plaintiff,	)	
	)	Case No. 02-0654-CV-W-FJG
McCLEARY, INC., et al.	)	
	)	
Defendants,	)	
	)	

**PLAINTIFF’S OBJECTION TO DISTRIBUTION  
CLAIM OF BLACKWELL SANDERS**

Plaintiff Matthew Headley Holdings, LLC, hereby objects to the request for distribution of Blackwell Sanders (Doc. 453) and requests a trial before the Court wherein Blackwell be held to strict proof that the fees and expenses it claims are reasonable in amount and were necessary to the litigation for the following reasons:

1. There remains about \$968,000 in the court account established for plaintiff. There are several creditors who claim to have a lien against those funds, to wit:<sup>1</sup>

Blackwell Sanders Peper Martin, LLP (statutory fee lien - \$278,000)<sup>2</sup>;  
Shearer’s Foods (judgement lien - \$130,000)  
Polsinelli Shalton Welte Suelthaus PC (judgment lien - \$39,916);  
Wise Foods (judgment lien - \$80,000)

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<sup>1</sup> Lien amounts are approximate and based on the information provided to the undersigned counsel. The claims of Vern Stisser and Trion Ventures may be substantially different.

<sup>2</sup> Blackwell also claims that it is owed fees and expenses of \$60,169.46 for work done that was not related to the McCleary litigation and \$2,044.61 in contractual interest on that amount. Blackwell does not have, and does not claim to have, a lien for this additional amount and stands in the position of a general unsecured creditor in this regard.

Vern Stisser (security interest - \$60,000)  
Trion Ventures (security interest - \$140,000)

2. First Missouri Bank also claims a lien based on an assignment given September 27, 2004, in the amount of \$1,500,000.00 which pre-dates all lien claims except Vern Stisser and Blackwell Sanders.
3. Blackwell Sanders' statutory lien claim for \$278,808.54 unquestionably takes priority over all other claims. However, Blackwell's unsecured claim for \$60,169.46 for work done that was not related to the McCleary litigation and \$2,044.61 in interest unquestionably is subordinate to all the lien claims and should not be paid from the judgment proceeds.
4. With regard to the \$278,808.54 fee and expense claim, Plaintiff thinks the amount is too high and should be reduced so that those proceeds can be used to pay other lien claimants. Negotiations over what a fair amount to pay Blackwell Sanders for its lien have not yet stalled. If an agreement cannot be reached, then Plaintiff requests a bench trial on the reasonableness of Blackwell's bill and that Blackwell be held to strict proof in showing that its fees and expenses were necessarily incurred and reasonable in amount.
5. Plaintiff may also have a claim for set-off.

Respectfully submitted,

/s/ Michael P. Healy  
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ATTORNEYS FOR PLAINTIFF

**CERTIFICATE OF SERVICE**

I hereby certify that this document was ECF filed for distribution to counsel of record on July 20, 2006.

/s/ Michael P. Healy  
Attorney for Plaintiff